

#15  
16679-H

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0-037A007

February 6, 1990

16679-H  
RECORDED 10 FEB 1990

BY HAND

FEB 6 1990 1:14 PM

INTERSTATE COMMERCE COMMISSION

Ms. Noreta R. McGee  
Secretary  
Room 2303  
Interstate Commerce Commission  
12th Street and  
Constitution Avenue, N.W.  
Washington, D.C. 20423

Re: Financing of Rail Cars for  
Oxy Petrochemicals Inc.

Dear Ms. McGee:

Enclosed herewith for filing pursuant to Section 11303 of Title 49 of the United States Code are two (2) notarized originals of the document described below (the "Filed Document"):

1. Correcting Amendment dated as of December 28, 1989, a secondary document which corrects the Lease Agreement dated as of December 12, 1989, between ABB Credit Finans AB and Oxy Petrochemicals Inc., which was filed under Recordation No. 16679.

We request that the above-listed document be filed under Recordation No. 16679.

Consent - C. H. Hansen

Ms. Noreta R. McGee  
February 6 , 1990  
Page 2

The parties to the above-listed document are as follows:

1. Correcting Amendment: Oxy Petrochemicals Inc.  
as Lessee and ABB Credit Finans AB as Lessor.

The addresses of the parties to the above-listed document are as follows:

ABB Credit Finans AB  
Nybrokajen 15  
S-111 48 Stockholm  
Sweden  
Attention: Vice President - Administration

Oxy Petrochemicals Inc.  
Five Greenway Plaza  
Suite 2500  
Houston, Texas 77046  
Attention: Controller

The railway equipment covered by the secondary document listed above consists of 400 Plastics Covered Hopper Cars manufactured by Union Tank Car Company bearing identification numbers ALAX 61001-61400, inclusive.

If you have any questions or wish to discuss the Filed Document, please telephone Linda Aprahamian (212-820-1915) or the undersigned at the number above.

A fee of \$15.00 is enclosed. Kindly stamp with the appropriate recordation number and return one of the two enclosed originals of the Filed Document to the person delivering the same. Also, please stamp and return to the person delivering the Filed Document the enclosed two copies of this letter to indicate receipt and recordation today of such letter and the Filed Document.

A Short Summary of the document to appear in the index follows:

1. Correcting Amendment to the Lease Agreement with Recordation No. 16679, dated as of December 28, 1989 and covering 400 Plastics Covered Hopper Cars manufactured by

Ms. Noreta R. McGee  
February 6, 1990  
Page 3

Union Tank Car Company bearing identification numbers ALAX  
61001-61400, inclusive.

Respectfully submitted,

A handwritten signature in dark ink, appearing to read "J M Juhas". The signature is written in a cursive, somewhat stylized font.

Joseph M. Juhas

Enclosures

16679-H  
RECEIVED FEB 6 1990

FEB 6 1990 11 50 AM

INTERSTATE COMMERCE COMMISSION

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**CORRECTING AMENDMENT**

dated as of

December 28, 1989

between

**ABB CREDIT FINANS AB,**  
Lessor

and

**OXY PETROCHEMICALS INC.,**  
Lessee

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**RAIL CARS**

THIS CORRECTING AMENDMENT is dated as of the 28th day of December, 1989, BETWEEN

ABB Credit Finans AB, a corporation organized and existing under the laws of the Kingdom of Sweden ("Lessor"); and

Oxy Petrochemicals Inc., a Delaware corporation ("Lessee").

W I T N E S E T H :

WHEREAS, Lessor and Lessee have heretofore entered into that certain Lease Agreement dated as of December 12, 1989 (herein called the "Lease"), the terms defined in the Lease being herein used with the same meanings;

WHEREAS, the Lease was filed with the Interstate Commerce Commission (the "ICC") on December 28, 1989 pursuant to Section 11303 of Title 49 of the United States Code, as one document and has been assigned Recordation No. 16679;

WHEREAS, the parties have determined that Schedule I in the copy of the Lease so filed with the ICC was incorrectly stated in respect of certain cost items, and they wish to correct such filing;

NOW, THEREFORE, the parties agree as follows:

1. Schedule I attached hereto is substituted for Schedule I of the Lease previously recorded by the ICC on December 28, 1989 under Recordation No. 16679.

2. This Correcting Amendment shall in all respects be governed by and construed in accordance with the laws of the Kingdom of Sweden.

3. This Correcting Amendment may be executed by the parties hereto in separate counterparts, each of which when so executed and delivered shall be an original for all purposes, but all such counterparts shall together constitute but one and the same instrument.

INTENDING TO BE LEGALLY BOUND, the parties hereto  
have caused this Correcting Amendment to be duly executed as  
of the date written above.

ABB CREDIT FINANS AB

By 

Name: Goran Carlsson  
Title: President

By 

Name: Christer Bois  
Title: Legal Counsel

OXY PETROCHEMICALS INC.

By \_\_\_\_\_

Name:  
Title:

INTENDING TO BE LEGALLY BOUND, the parties hereto have caused this Correcting Amendment to be duly executed as of the date written above.

ABB CREDIT FINANS AB

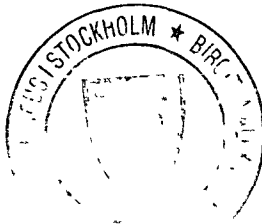
By \_\_\_\_\_  
Name:  
Title:

By \_\_\_\_\_  
Name:  
Title:

OXY PETROCHEMICALS INC.

By Joe K. Blaine  
Name: Joe K. Blaine  
Title: Attorney-in-Fact

On this 30th day of January, 1990, before me personally appeared Göran Carlsson to me personally known, who says that he is the President of ABB CREDIT FINANS AB, that the foregoing instrument was signed on behalf of said corporation by authority of its Board of Directors, and he acknowledges that the execution of the foregoing instrument was the free act and deed of said corporation.



*Magnus Alexander*  
Notary Public

My Commission Expires: Unlimited

On this 30th day of January, 1990, before me personally appeared Christer Bois to me personally known, who says that he is the legal counsel of ABB CREDIT FINANS AB, that the foregoing instrument was signed on behalf of said corporation by authority of its Board of Directors, and he acknowledges that the execution of the foregoing instrument was the free act and deed of said corporation.

*Christer Bois*  
Notary Public

My Commission Expires: Unlimited



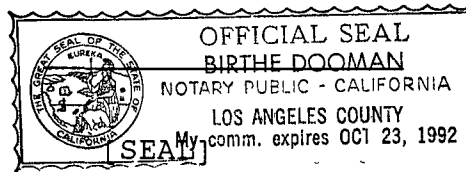
State of California )  
)  
County of Los Angeles)

ss

On this 30<sup>th</sup> day of January, 1990, before me personally appeared Joe K. Blaine to me personally known, who being by me duly sworn, says that he is an attorney-in-fact of OXY PETROCHEMICALS INC., as Lessee under such instrument, that said instrument was signed on behalf of said corporation by authority of its Board of Directors, and he acknowledges that the execution of the foregoing instrument was the free act and deed of said corporation.

Birthe Dooman  
Notary Public

My Commission Expires:



Schedule I to Lease  
Agreement

I. Equipment Description and Specifications

A. Covered Hopper Cars for Plastics Service

Manufacturing Lot 1

Type:	6,105 cubic foot covered hopper cars
Quantity:	400
Reporting Marks:	ALAX 61001 - ALAX 61400
Manufacturer:	Union Tank Car Company
A.A.R. Mechanical Designation:	LO
Specifications:	Compartments - Four (4) Light Weight - 66,200 (Avg.) Length over strikers - 65' 6" Length over truck centers - 64' Height - 15' 6" Width - 10' 6" Clearance Diagram - Report C Plate Specification - Plate C Diameter - 10' 2" (Tear Drop Not Circle)

Per drawing (4)SK881213 dated 12/15/88 and representations of 1/26/89, specialties per list for specification number LO-5800-0425 dated November 7, 1986. Exterior gray 2 full coat alkyd finish minimum 5 mil DFT. Unlined. Fabrication to begin by July, 1989 with continuous production approximately 40 cars/week except as otherwise mutually agreed. For as many cars as Cain elects, interior 2 coat epoxy lining of Ameron 320, applied as recommended.

63 cars have spliced end sheets.

Full compliance with applicable DOT regulations and AAR interchange rules. Will meet current FRA and AAR requirements.

SCHEDULE I  
LEASE AGREEMENT

II.

EQUIPMENT

MANUFACTURER: UNION TANK CAR COMPANY

NUMBER AND TYPE: (400) Plastics Covered Hopper Cars

<u>Identification Number</u>	<u>Lessor's Cost (Dollars)</u>	<u>Identification Number</u>	<u>Lessor's Cost (Dollars)</u>
ALAX61001	57025.25	ALAX61051	56521.25
ALAX61002	56789.25	ALAX61052	56895.25
ALAX61003	56775.25	ALAX61053	57044.25
ALAX61004	57025.25	ALAX61054	57044.25
ALAX61005	56895.25	ALAX61055	56521.25
ALAX61006	56541.25	ALAX61056	56521.25
ALAX61007	56540.25	ALAX61057	56540.25
ALAX61008	56775.25	ALAX61058	56541.25
ALAX61009	56938.25	ALAX61059	56521.25
ALAX61010	56521.25	ALAX61060	56521.25
ALAX61011	57025.25	ALAX61061	56521.25
ALAX61012	56789.25	ALAX61062	56895.25
ALAX61013	56541.25	ALAX61063	56895.25
ALAX61014	56789.25	ALAX61064	56895.25
ALAX61015	56938.25	ALAX61065	56895.25
ALAX61016	56789.25	ALAX61066	56938.25
ALAX61017	56895.25	ALAX61067	56541.25
ALAX61018	56789.25	ALAX61068	56895.25
ALAX61019	56895.25	ALAX61069	56938.25
ALAX61020	56895.25	ALAX61070	56895.25
ALAX61021	56895.25	ALAX61071	56919.25
ALAX61022	56541.25	ALAX61072	57025.25
ALAX61023	57025.25	ALAX61073	56895.25
ALAX61024	56938.25	ALAX61074	56541.25
ALAX61025	56938.25	ALAX61075	56540.25
ALAX61026	56895.25	ALAX61076	56521.25
ALAX61027	57044.25	ALAX61077	56541.25
ALAX61028	56789.25	ALAX61078	57025.25
ALAX61029	57044.25	ALAX61079	56919.25
ALAX61030	57044.25	ALAX61080	56521.25
ALAX61031	57044.25	ALAX61081	56895.25
ALAX61032	56521.25	ALAX61082	57025.25
ALAX61033	56521.25	ALAX61083	57025.25
ALAX61034	57044.25	ALAX61084	56895.25
ALAX61035	57025.25	ALAX61085	56521.25
ALAX61036	56789.25	ALAX61086	56521.25
ALAX61037	57025.25	ALAX61087	56521.25
ALAX61038	56379.25	ALAX61088	56521.25
ALAX61039	56789.25	ALAX61089	56521.25
ALAX61040	57044.25	ALAX61090	56521.25
ALAX61041	56379.25	ALAX61091	56521.25
ALAX61042	56789.25	ALAX61092	56521.25
ALAX61043	56379.25	ALAX61093	56521.25
ALAX61044	56379.25	ALAX61094	56521.25
ALAX61045	57044.25	ALAX61095	56895.25
ALAX61046	56379.25	ALAX61096	56938.25
ALAX61047	57044.25	ALAX61097	56938.25
ALAX61048	56399.25	ALAX61098	56895.25
ALAX61049	56895.25	ALAX61099	56938.25
ALAX61050	56379.25	ALAX61100	56895.25
SUBTOTAL	2839581.50	ALAX61101	56895.25
		SUBTOTAL	2893880.75

SCHEDULE I  
LEASE AGREEMENT

II.

EQUIPMENT

MANUFACTURER: UNION TANK CAR COMPANY  
NUMBER AND TYPE: (400) Plastics Covered Hopper Cars

<u>Identification Number</u>	<u>Lessor's Cost (Dollars)</u>	<u>Identification Number</u>	<u>Lessor's Cost (Dollars)</u>
ALAX61102	56895.25	ALAX61153	56379.25
ALAX61103	56938.25	ALAX61154	56541.25
ALAX61104	56938.25	ALAX61155	56938.25
ALAX61105	56895.25	ALAX61156	57025.25
ALAX61106	57025.25	ALAX61157	56938.25
ALAX61107	57025.25	ALAX61158	56541.25
ALAX61108	57025.25	ALAX61159	56789.25
ALAX61109	56895.25	ALAX61160	56521.25
ALAX61110	57025.25	ALAX61161	56541.25
ALAX61111	56521.25	ALAX61162	56521.25
ALAX61112	56521.25	ALAX61163	56203.25
ALAX61113	56540.25	ALAX61164	56379.25
ALAX61114	56521.25	ALAX61165	56541.25
ALAX61115	57044.25	ALAX61166	56521.25
ALAX61116	56540.25	ALAX61167	56521.25
ALAX61117	57044.25	ALAX61168	56521.25
ALAX61118	56541.25	ALAX61169	56938.25
ALAX61119	56521.25	ALAX61170	56521.25
ALAX61120	56938.25	ALAX61171	56541.25
ALAX61121	56521.25	ALAX61172	56203.25
ALAX61122	56379.25	ALAX61173	56919.25
ALAX61123	56521.25	ALAX61174	56541.25
ALAX61124	56938.25	ALAX61175	56379.25
ALAX61125	56919.25	ALAX61176	56938.25
ALAX61126	56521.25	ALAX61177	56919.25
ALAX61127	57044.25	ALAX61178	56938.25
ALAX61128	56521.25	ALAX61179	56938.25
ALAX61129	56521.25	ALAX61180	56895.25
ALAX61130	57044.25	ALAX61181	56919.25
ALAX61131	56938.25	ALAX61182	56379.25
ALAX61132	57025.25	ALAX61183	56895.25
ALAX61133	56938.25	ALAX61184	56895.25
ALAX61134	56895.25	ALAX61185	56789.25
ALAX61135	56895.25	ALAX61186	56895.25
ALAX61136	57044.25	ALAX61187	56789.25
ALAX61137	57044.25	ALAX61188	56789.25
ALAX61138	57044.25	ALAX61189	56789.25
ALAX61139	57025.25	ALAX61190	56789.25
ALAX61140	56789.25	ALAX61191	56789.25
ALAX61141	57025.25	ALAX61192	57044.25
ALAX61142	57044.25	ALAX61193	57044.25
ALAX61143	57044.25	ALAX61194	56789.25
ALAX61144	56919.25	ALAX61195	56789.25
ALAX61145	57025.25	ALAX61196	56938.25
ALAX61146	56919.25	ALAX61197	56919.25
ALAX61147	56938.25	ALAX61198	57044.25
ALAX61148	56399.25	ALAX61199	57023.25
ALAX61149	57044.25	ALAX61200	56938.25
ALAX61150	57025.25	ALAX61201	56789.25
ALAX61151	56938.25	ALAX61202	56938.25
ALAX61152	56919.25	SUBTOTAL	2837074.50
SUBTOTAL	2899209.75		

SCHEDULE I  
LEASE AGREEMENT

II.

EQUIPMENT

MANUFACTURER: UNION TANK CAR COMPANY

NUMBER AND TYPE: (400) Plastics Covered Hopper Cars

<u>Identification Number</u>	<u>Lessor's Cost (Dollars)</u>	<u>Identification Number</u>	<u>Lessor's Cost (Dollars)</u>
ALAX61203	56521.25	ALAX61253	56521.25
ALAX61204	56938.25	ALAX61254	57044.25
ALAX61205	56832.25	ALAX61255	56521.25
ALAX61206	56521.25	ALAX61256	56521.25
ALAX61207	56521.25	ALAX61257	56541.25
ALAX61208	56521.25	ALAX61258	56825.25
ALAX61209	56521.25	ALAX61259	57025.25
ALAX61210	56895.25	ALAX61260	56521.25
ALAX61211	57044.25	ALAX61261	57025.25
ALAX61212	57025.25	ALAX61262	56521.25
ALAX61213	56521.25	ALAX61263	56895.25
ALAX61214	56895.25	ALAX61264	56881.25
ALAX61215	57025.25	ALAX61265	56521.25
ALAX61216	57044.25	ALAX61266	56895.25
ALAX61217	57044.25	ALAX61267	56895.25
ALAX61218	57044.25	ALAX61268	57044.25
ALAX61219	56521.25	ALAX61269	56521.25
ALAX61220	56521.25	ALAX61270	57044.25
ALAX61221	57044.25	ALAX61271	56521.25
ALAX61222	56521.25	ALAX61272	56521.25
ALAX61223	56521.25	ALAX61273	56895.25
ALAX61224	57044.25	ALAX61274	56540.25
ALAX61225	56895.25	ALAX61275	56895.25
ALAX61226	56379.25	ALAX61276	56541.25
ALAX61227	57025.25	ALAX61277	56895.25
ALAX61228	56521.25	ALAX61278	57044.25
ALAX61229	57025.25	ALAX61279	56895.25
ALAX61230	56521.25	ALAX61280	57044.25
ALAX61231	57044.25	ALAX61281	56895.25
ALAX61232	56540.25	ALAX61282	57044.25
ALAX61233	57044.25	ALAX61283	56521.25
ALAX61234	56541.25	ALAX61284	56895.25
ALAX61235	56521.25	ALAX61285	56521.25
ALAX61236	56521.25	ALAX61286	57044.25
ALAX61237	56895.25	ALAX61287	57025.25
ALAX61238	57044.25	ALAX61288	57044.25
ALAX61239	56895.25	ALAX61289	56895.25
ALAX61240	57044.25	ALAX61290	56521.25
ALAX61241	57025.25	ALAX61291	57025.25
ALAX61242	57044.25	ALAX61292	56521.25
ALAX61243	57044.25	ALAX61293	57044.25
ALAX61244	56541.25	ALAX61294	57044.25
ALAX61245	57044.25	ALAX61295	56541.25
ALAX61246	57044.25	ALAX61296	57025.25
ALAX61247	56521.25	ALAX61297	56521.25
ALAX61248	57044.25	ALAX61298	56521.25
ALAX61249	56540.25	ALAX61299	57044.25
ALAX61250	56540.25	ALAX61300	56521.25
ALAX61251	57044.25	ALAX61301	57044.25
ALAX61252	56540.25	ALAX61302	56521.25
SUBTOTAL	2839522.50	ALAX61303	56521.25
		SUBTOTAL	2895862.75

SCHEDULE I  
LEASE AGREEMENT

II.

EQUIPMENT

MANUFACTURER: UNION TANK CAR COMPANY

NUMBER AND TYPE: (400) Plastics Covered Hopper Cars

Identification Number	Lessor's Cost (Dollars)	Identification Number	Lessor's Cost (Dollars)
ALAX61304	56895.25	ALAX61351	56695.25
ALAX61305	56895.25	ALAX61352	56695.25
ALAX61306	56321.25	ALAX61353	56844.25
ALAX61307	56844.25	ALAX61354	56844.25
ALAX61308	56844.25	ALAX61355	56844.25
ALAX61309	56321.25	ALAX61356	56695.25
ALAX61310	56340.25	ALAX61357	56321.25
ALAX61311	56844.25	ALAX61358	56321.25
ALAX61312	56695.25	ALAX61359	56321.25
ALAX61313	57044.25	ALAX61360	56825.25
ALAX61314	56895.25	ALAX61361	56321.25
ALAX61315	57025.25	ALAX61362	56825.25
ALAX61316	56695.25	ALAX61363	56321.25
ALAX61317	57805.25	ALAX61364	56321.25
ALAX61318	56695.25	ALAX61365	56321.25
ALAX61319	56825.25	ALAX61366	56844.25
ALAX61320	56695.25	ALAX61367	56321.25
ALAX61321	56695.25	ALAX61368	56321.25
ALAX61322	56844.25	ALAX61369	56321.25
ALAX61323	56844.25	ALAX61370	56695.25
ALAX61324	56695.25	ALAX61371	56844.25
ALAX61325	56844.25	ALAX61372	57044.25
ALAX61326	56844.25	ALAX61373	56521.25
ALAX61327	56321.25	ALAX61374	56895.25
ALAX61328	56321.25	ALAX61375	56521.25
ALAX61329	56321.25	ALAX61376	56521.25
ALAX61330	56321.25	ALAX61377	56895.25
ALAX61331	56321.25	ALAX61378	56521.25
ALAX61332	56321.25	ALAX61379	57044.25
ALAX61333	56321.25	ALAX61380	56521.25
ALAX61334	56321.25	ALAX61381	56521.25
ALAX61335	56321.25	ALAX61382	56895.25
ALAX61336	56321.25	ALAX61383	56895.25
ALAX61337	56844.25	ALAX61384	56895.25
ALAX61338	56321.25	ALAX61385	57044.25
ALAX61339	56695.25	ALAX61386	56895.25
ALAX61340	56825.25	ALAX61387	56895.25
ALAX61341	56695.25	ALAX61388	57044.25
ALAX61342	56321.25	ALAX61389	56895.25
ALAX61343	56695.25	ALAX61390	56895.25
ALAX61344	56341.25	ALAX61391	56521.25
ALAX61345	56321.25	ALAX61392	57114.25
ALAX61346	56695.25	ALAX61393	57025.25
ALAX61347	56321.25	ALAX61394	56521.25
ALAX61348	56695.25	ALAX61395	57044.25
ALAX61349	56695.25	ALAX61396	57025.25
ALAX61350	56825.25	ALAX61397	57025.25
SUBTOTAL	2661954.75	ALAX61398	57044.25
		ALAX61399	57025.25
		ALAX61400	57044.25
		SUBTOTAL	2836617.50
		TOTAL	22703704.00